

This Listing Statement is compiled by the Exchange from documents filed by the Company in making application for listing. It is issued for the information of members, member firms and member corporations of the Exchange. It is not and is not to be construed as a prospectus. The Exchange has received no consideration in connection with the issue of this Listing Statement other than the customary listing fee. The documents referred to above are open for inspection at the general office of the Exchange.

LISTING STATEMENT No. 2048

LISTED MARCH 24th, 1960
1,290,009 shares without par value of which 90,000 are
listed subject to issuance
Ticker abbreviation "LOC"
Dial ticker No. 376
Post section 3.5
Industrial commissions shall apply

TORONTO STOCK EXCHANGE

LISTING STATEMENT

LOCANA MINERAL HOLDINGS LTD.

An operating company incorporated under the laws of Canada
by letters patent dated July 2, 1959.

APR 18 1960

SHARES WITHOUT PAR VALUE

(Transferable in Toronto, Montreal and Winnipeg, Canada and London, England.)

CAPITAL SECURITIES AS AT MARCH 18, 1960

AUTHORIZED	ISSUED AND OUTSTANDING	TO BE LISTED
5,000,000 shs.	1,200,009 shs.	1,290,009 shs. (1)

(1) By agreement dated February 8, 1960 an option was granted to Gordon F. MacDonnell, the President of the Company, to purchase at any time up to and including February 7, 1963, 90,000 shares at the price of \$1.00 per share. Such 90,000 shares have been allotted and are to be listed subject to issuance if, as and when the said option is exercised.

March 18, 1960.

1. APPLICATION

Locana Mineral Holdings Ltd. (herein sometimes called the "Company") hereby makes application for listing on the Toronto Stock Exchange of 1,290,009 shares without par value in the capital of the Company all of which with the exception of 90,000 shares with respect to which an option has been granted to Gordon F. MacDonnell, the President of the Company, are issued and outstanding as fully paid and non-assessable.

2. REFERENCE TO PROSPECTUS

Reference is made to the attached prospectus issued by the Company under date of February 29, 1960 in respect of the offering of 1,200,000 shares without par value in the capital of the Company, a copy of which prospectus is hereby incorporated herein and made a part hereof.

3. OPINION OF COUNSEL

Messrs. McCarthy & McCarthy, 330 University Avenue, Toronto, Ontario, Counsel for the Company, are filing in support of this application an opinion stating, among other things, that

- (i) The Company is a duly incorporated, organized and subsisting corporation in good standing under the laws of Canada, and
- (ii) The authorized capital of the Company consists of 5,000,000 shares without par value of which 1,200,009 shares have been validly issued and outstanding as fully paid and non-assessable and of which 90,000 shares have been validly allotted to Gordon F. MacDonnell for issue upon the exercise by him of an option to purchase such shares at the price of \$1.00 pursuant to the agreement dated February 8, 1960 referred to above. James W. Walker, a partner in Messrs. McCarthy & McCarthy, is a director of the Company.

4. LISTING ON OTHER STOCK EXCHANGES

No application has been made by the Company to list the shares without par value in the capital of the Company on any other stock exchange.

5. STATUS UNDER THE SECURITIES ACT

The offering of 1,200,000 shares without par value in the capital of the Company referred to in paragraph 2 hereof and in the prospectus attached hereto for sale in the provinces of Ontario, Quebec, Nova Scotia, New Brunswick, Manitoba, Saskatchewan, Alberta and British Columbia has been approved by the Ontario Securities Commission and other relevant provincial authorities and by the Secretary of State of Canada.

6. FISCAL YEAR

The fiscal year of the Company ends on March 31 in each year.

ANNUAL MEETING

The annual meeting of shareholders may be held at the head office of the Company or at such other place within Canada as may be determined by resolution of the board of directors on such day in each year as may be fixed by resolution of the board of directors. No annual meeting has been held to date.

HEAD OFFICE

The head office of the Company is at 25 King Street West, Toronto, Ontario.

TRANSFER AGENT AND REGISTRAR

National Trust Company, Limited, at its offices in the Cities of Toronto, Montreal and Winnipeg is the transfer agent and registrar for the shares without par value of the Company in Canada and The British Empire Trust Company, Limited at its principal office in London, England is the transfer agent for the shares without par value of the Company in England.

TRANSFER FEES

No fee is charged on the transfer of the shares without par value of the Company other than customary stock transfer taxes.

AUDITORS

The Auditors of the Company are Messrs. Clarkson, Gordon & Co., Chartered Accountants, 15 Wellington Street West, Toronto, Ontario.

DIRECTORS

Francis George Charlesworth	Executive	Dawne House, Bramley, Surrey, England.
Norman Francis William Haliburton D'Arcy	Executive	3 Eaton Place, London, S.W.1, England.
Dominique de Grièges	Executive	29 Avenue Georges Mandel, Paris XVIe, France.
Jack Noel Kiek	Executive	155 Sloane Street, London, S.W.1, England.
Noel Kinkead Kinkead-Weekes	Executive	8 Mt. Pleasant Drive, Mt. Pleasant, Salisbury, Southern Rhodesia.
Gordon Frederick MacDonnell	Consulting Mining Engineer	30 Rose Park Crescent, Toronto, Ontario.
H.I.R.H. The Archduke Robert Charles of Austria	Executive	La Ranchère, Saint-Nom-La- Bretèche, Seine-et-Oise, France.
Martin Lawrence Urquhart	Executive	31 Fenn Avenue, Willowdale, Ontario.
James Woods Walker	One of Her Majesty's Counsel	10 Avondale Road, Toronto, Ontario.

OFFICERS

Norman Francis William Haliburton D'Arcy	Chairman of the Board	3 Eaton Place, London, S.W.1, England.
Gordon Frederick MacDonnell	President	30 Rose Park Crescent, Toronto, Ontario.
Ralph Aldo Snider	Secretary-Treasurer	298 Indian Road Crescent, Toronto, Ontario.

CERTIFICATE

Pursuant to a resolution duly passed by its board the applicant company hereby makes application for listing of the above mentioned securities on the Toronto Stock Exchange and the undersigned officers hereby certify that the statements and representations made in this application and in the documents submitted in support thereof are true and correct.



LOCANA MINERAL HOLDINGS LTD.

"G. F. MACDONNELL", President.

"R. A. SNIDER", Secretary-Treasurer.

STATEMENT SHOWING NUMBER OF SHAREHOLDERS DISTRIBUTION OF SHARES WITHOUT PAR VALUE

As of March 21st, 1960

Number	Shares
38 Holders of 1 — 100 share lots.....	2,384
21 " " 101 — 200 " "	4,100
9 " " 201 — 300 " "	2,600
3 " " 301 — 400 " "	1,150
23 " " 401 — 500 " "	11,500
47 " " 501 — 1000 " "	47,000
24 " " 1001 — up " "	1,131,275
165 Stockholders*	Total shares.....
	1,200,009

*Dominion Securities Corp'n. Limited has advised that there are at least an additional 205 stockholders who do not yet have their shares registered in their own names.

This prospectus is not, and under no circumstances is to be construed as, a public offering of these shares for sale in the United States of America or in the territories or possessions thereof.

A copy of this Prospectus has been filed with the Secretary of State of Canada in accordance with the provisions of the Companies Act (Canada)

New Issue

1,200,000 Shares

without nominal or par value

Locana Mineral Holdings Ltd.

(Incorporated under the laws of Canada)

These shares have been approved for listing on The Toronto Stock Exchange, subject to the filing of documents and evidence of satisfactory distribution.

Transfer Agents

National Trust Company, Limited, Toronto, Montreal and Winnipeg and
The British Empire Trust Company, Limited, London, England

Registrar

National Trust Company, Limited, Toronto, Montreal and Winnipeg

We, as principals, offer these shares subject to prior sale and change in price if, as and when issued by Locana Mineral Holdings Ltd. and accepted by us and subject to the approval of all legal matters on our behalf and on behalf of the Company by Messrs. McCarthy & McCarthy, Toronto.

Price: \$1.00 per share

Applications will be received subject to rejection or allotment in whole or in part and the right is reserved to close the subscription books without notice. It is expected that interim share certificates, later exchangeable without charge to the holders thereof for definitive share certificates, will be available for delivery in Toronto, Montreal and Winnipeg on or about March 10, 1960.

The following information has been supplied by Mr. Norman F. W. H. D'Arcy and Mr. Gordon F. MacDonnell, Chairman of the Board and President, respectively, of Locana Mineral Holdings Ltd.:

The Company

Locana Mineral Holdings Ltd. (herein sometimes called "the Company") was incorporated under the laws of Canada in July 1959 to carry on the business of an investment and holding company.

Investment Powers

The investment powers of the Company are unlimited.

Investment Policy

The Board of Directors of the Company has determined by resolution that the Company should invest its funds mainly in the shares of mining companies having their principal activities and interests in Canada. The organizations which, as described below, have applied for 900,000 of the shares offered by this prospectus, have wide technical and financial knowledge acquired from many years' experience throughout the world. The Company believes that with the assistance of such organizations and the guidance of its Canadian executive management it will be in a position, as an investment and holding company, to take advantage of Canadian mining investment opportunities and to play a constructive role in the development and expansion of the Canadian mining industry.

Management

The Board of Directors of the Company will be responsible for the overall direction of the Company's investment policy. The Board of Directors and officers of the Company are as follows:

Directors

Francis G. Charlesworth, London, England.....	Chairman and Director, Malayan Tin Dredging, Limited Chairman and Director, Southern Malayan Tin Dredging Limited Director, British Tin Investment Corporation, Limited
Norman F. W. H. D'Arcy, London, England.....	President and Director, Locana Corporation Ltd. Director, McIntyre Porcupine Mines Limited Director, The British Empire Trust Company, Limited
Dominique de Grièges, Paris, France.....	Director General, Compagnie Financière de Suez
Jack N. Kiek, London, England.....	Investment Manager, The British South Africa Company Group Director, The Rhodesia Railways Trust, Limited
Noel K. Kinkead-Weekes, Salisbury, Southern Rhodesia...	Manager, Anglo American Corporation of South Africa, Limited Director, Anglo American Rhodesian Development Corporation, Limited Director, Rhodesian Acceptances Limited
Gordon F. MacDonnell, Toronto, Canada.....	Consulting Mining Engineer
H.I.R.H. The Archduke Robert Charles of Austria, Seine-et-Oise, France.....	Executive, Banque de L'Indochine
Martin L. Urquhart, Toronto, Canada.....	Vice-President—Operations, McIntyre Porcupine Mines Limited
James W. Walker, Q.C., Toronto, Canada.....	Partner, Messrs. McCarthy & McCarthy, Barristers and Solicitors

Officers

Chairman of the Board.....Norman F. W. H. D'Arcy
 President.....Gordon F. MacDonnell
 Secretary-Treasurer.....Ralph A. Snider

Applications for Shares

The Company has been advised by Dominion Securities Corp'n. Limited that an application has been received from Locana Securities Ltd. for 900,000 of the 1,200,000 shares offered by this prospectus, that it intends to accept this application in full, that Locana Securities Ltd. has received applications for the 900,000 shares subject to certain conditions which will have been complied with prior to purchase by Dominion Securities Corp'n. Limited from the Company of the 1,200,000 shares offered by this prospectus, from the following, and that Locana Securities Ltd. has agreed to accept these applications in full:

	<u>Shares</u>
The Consolidated Mines Selection Company Limited..... (a company associated with Anglo American Corporation of South Africa, Limited)	162,500
Cecil Holdings Limited..... (a member of The British South Africa Company Group)	162,500
Locana Corporation Ltd.....	140,000
Malayan Tin Dredging, Limited.....	62,500
Tronoh Mines, Limited.....	62,500
Banque de L'Indochine.....	50,000
Cables Investment Trust Limited.....	50,000
Compagnie Financière de Suez.....	50,000
The Foreign and Colonial Investment Trust Company Limited.....	50,000
Hambros Bank (Nominees) Limited.....	50,000
McIntyre Porcupine Mines Limited.....	25,000
Ventures Limited.....	25,000
British Empire Investment Trust Limited.....	10,000
	<u>900,000</u>

Purpose of Issue and Application of Proceeds

The net proceeds to be received by the Company from the sale of the shares offered by this prospectus will be used for general corporate purposes and it is anticipated that such funds will be invested in accordance with the investment policy of the Company as set out above.

Capitalization

(As set out in the accompanying Pro Forma Balance Sheet as at December 31, 1959, which gives effect to the present financing)

	<u>Authorized</u>	<u>Issued</u>	<u>Outstanding</u>
Capital Stock: (Note)			
Shares without nominal or par value	5,000,000 shares	1,200,009 shares	1,200,009 shares

Note: The Company has granted an option to an officer to purchase 90,000 shares up to and including February 7, 1963 at a price of \$1.00 per share.

Additional Capital Stock

The Board of Directors has determined by resolution that if it should in future be deemed desirable for the Company to raise funds by the sale of additional shares in its capital stock of the same class as are offered by this prospectus, the Company will, unless the then Board of Directors of the Company determines that it is not in the best interests of the Company and its shareholders so to do, before making any other offer of such additional shares, issue to the then holders of that class of shares of the Company transferable rights to subscribe for such additional shares in proportion (disregarding fractions) to the number of that class of shares then held by such shareholders.

Income Tax Status

It is anticipated that the Company will be taxed as an ordinary Canadian corporation and that it will not, as a general rule, be required to pay taxes on dividends received from other corporations resident in Canada.



Locana Mineral Holdings Ltd.

(Incorporated under the laws of Canada)

Balance Sheet and Pro Forma Balance Sheet as at December 31, 1959

The Pro Forma Balance Sheet gives effect to:

- (1) the sale of 1,200,000 shares at a price of \$1 per share; and
- (2) payment of incorporation and other expenses incidental to the formation of the company estimated at \$4,300 and the expenses and commission in connection with the issue and sale of the 1,200,000 shares estimated at \$38,200.

ASSETS

	Balance Sheet	Pro Forma Balance Sheet
Cash.....	\$ 9	\$1,157,509
Incorporation and share issue expense.....	7,600	42,500
	<u>\$7,609</u>	<u>\$1,200,009</u>

LIABILITIES

Accounts payable and accrued charges.....	\$7,600	—
Capital stock: (Note)		
Authorized—5,000,000 shares without nominal or par value		
Issued (for cash):		
Balance sheet — 9 shares.....	9	
Pro forma balance sheet—1,200,009 shares.....		\$1,200,009
	<u>\$7,609</u>	<u>\$1,200,009</u>

Note: The company has granted an option to an officer to purchase 90,000 shares up to and including February 7, 1963 at a price of \$1 per share.

Approved on behalf of the Board

(signed) G. F. MacDonnell, Director

(signed) J. W. Walker, Director

Auditors' Report

To the Directors of

LOCANA MINERAL HOLDINGS LTD.:

We have examined the balance sheet and pro forma balance sheet of Locana Mineral Holdings Ltd. as at December 31, 1959 and have obtained all the information and explanations we have required.

In our opinion the accompanying balance sheet presents fairly the financial position of the company as at December 31, 1959. In our opinion also the accompanying pro forma balance sheet presents fairly the financial position of the company at the same date after giving effect to the changes set forth in the heading to the balance sheets.

Toronto, Canada

(signed) Clarkson, Gordon & Co.

February 29, 1960

Chartered Accountants

Statutory Information

(a) Locana Mineral Holdings Ltd. (hereinafter called "the Company") has its head office at 25 King Street West, Toronto, Ontario.

(b) The Company was incorporated under the laws of Canada by letters patent dated July 2, 1959. No supplementary letters patent have been issued to the Company.

(c) The general nature of the business to be transacted by the Company is that of an investment and holding company. The investment powers of the Company are unlimited.

(d) The names, present occupations and home addresses of the Directors and officers of the Company are:

Directors

Francis George Charlesworth.....	Executive.....	Dawne House, Bramley, Surrey, England
Norman Francis William Haliburton D'Arcy.....	Executive.....	3 Eaton Place, London, S.W.1, England
Dominique de Grièges	Executive.....	29 Avenue Georges Mandel, Paris XVIe, France
Jack Noel Kiek.....	Executive.....	155 Sloane Street, London, S.W.1, England
Noel Kinkead Kinkead-Weekes.....	Executive.....	8 Mt. Pleasant Drive, Mt. Pleasant, Salisbury, Southern Rhodesia
Gordon Frederick MacDonnell.....	Consulting Mining Engineer	30 Rose Park Crescent, Toronto, Canada
H.I.R.H. The Archduke Robert Charles of Austria.....	Executive.....	La Ranchère, Saint-Nom-La-Bretèche, Seine-et-Oise, France
Martin Lawrence Urquhart.....	Executive.....	31 Fenn Avenue, Willowdale, Canada
James Woods Walker.....	One of Her Majesty's Counsel.....	10 Avondale Road, Toronto, Canada

Officers

Norman Francis William Haliburton D'Arcy.....	Chairman of the Board.....	3 Eaton Place, London, S.W.1, England
Gordon Frederick MacDonnell.....	President.....	30 Rose Park Crescent, Toronto, Canada
Ralph Aldo Snider.....	Secretary-Treasurer.....	298 Indian Road Crescent, Toronto, Canada

(e) The Company has no investment advisory committee. The investment policy will be determined by the Board of Directors of the Company.

(f) The auditors of the Company are Messrs. Clarkson, Gordon & Co., Chartered Accountants, 15 Wellington Street West, Toronto, Canada.

(g) National Trust Company, Limited at Toronto, Montreal and Winnipeg and The British Empire Trust Company, Limited at London, England are the transfer agents for the shares of the Company. National Trust Company, Limited at Toronto, Montreal and Winnipeg is the registrar for the shares of the Company.

(h) The authorized capital of the Company consists of 5,000,000 shares without nominal or par value, of which 9 shares have been issued and are outstanding as fully paid.

(i) All shares of the Company carry one vote for each share at all meetings of shareholders of the Company and rank equally with respect to dividends and distribution of profits or capital of the Company on winding-up. There are no preferences, conversion rights, exchange rights or redemption rights in respect of the shares of the Company.

(j) There are no bonds or debentures outstanding or proposed to be issued nor are there any other securities issued or proposed to be issued which, if issued, will rank ahead of or *pari passu* with the securities offered by this prospectus, other than shares which may be issued pursuant to the option referred to in paragraph (m) of this Statutory Information.

(k) There are no trustees nor any trustee agreements pursuant to which assets are held to protect any liability to the public.

(l) No substantial indebtedness is intended to be created or assumed which is not shown on the balance sheet of the Company as at December 31, 1959 forming part of this prospectus.

(m) By agreement dated February 8, 1960, the Company granted to Gordon F. MacDonnell, the President of the Company, an option to purchase at any time up to and including February 7, 1963, 90,000 shares without nominal or par value in the capital of the Company at the price of \$1.00 per share.

Except as aforesaid there are no options outstanding or proposed to be given by the Company with respect to any of its securities.

(n) and (o) By agreement dated February 5, 1960, Dominion Securities Corp'n. Limited agreed to purchase and the Company agreed to sell, subject to the fulfilment of certain conditions, 1,200,000 shares without nominal or par value in the capital of the Company at a price of \$1.00 per share payable in cash. Under the said agreement, the Company has agreed to pay to Dominion Securities Corp'n. Limited the sum of \$20,000 for services rendered by it in connection with the purchase and distribution of 300,000 of the 1,200,000 shares offered by this prospectus. The issue price to the public of the shares offered by this prospectus is as stated on the face of this prospectus to which reference is hereby expressly made.

(p) The estimated net proceeds to be derived from the securities offered by this prospectus on the basis of the same being fully taken up and paid for are \$1,200,000 less the commission referred to in paragraph (n) and (o) hereof and the preliminary expenses of the Company referred to in paragraph (w) hereof.

(q) The net proceeds to the Company from the sale of the shares offered by this prospectus will be used for the general purposes of the Company.

(r) No minimum amount, in the opinion of the Board of Directors of the Company, must be raised by the sale of the shares offered by this prospectus other than an amount sufficient to pay the preliminary expenses of the Company referred to in paragraph (w) hereof.

(s) Reference is made to paragraph (n) and (o) hereof for particulars of the agreement made between the Company and Dominion Securities Corp. Limited.

(t) The by-laws contain the following provision as to the remuneration of directors:

Subject to any agreement to the contrary, the remuneration to be paid to the Directors shall be such remuneration as the Board shall from time to time determine. The Directors shall also be entitled to be paid their travelling and other expenses properly incurred by them in going to, attending and returning from board, committee and shareholders' meetings and any other expenses properly incurred by them in connection with the affairs of the Company or to receive a fixed allowance in respect thereof as may be determined by the Board from time to time. The Directors may by resolution award special remuneration to any Director or officer of the Company undertaking any special work or service for, or undertaking any special mission on behalf of, the Company other than routine work ordinarily required of such Director or officer of the Company. Any remuneration payable to a Director who is also an officer or employee of the Company, or who is Counsel or solicitor to the Company, or otherwise serves it in a professional capacity, shall be in addition to his salary as such officer or to his professional fees as the case may be.

(u) As the Company has not commenced business no remuneration has, as yet, been paid to its Directors or officers as such. The aggregate remuneration to be paid to its Directors as such for the Company's first complete financial year is estimated at \$4,500 and to be paid by the Company to officers who individually will receive or may be entitled to receive remuneration in excess of \$10,000 for such financial year is \$10,500.

(v) Except as stated in paragraph (n) and (o) hereof, no amount has been paid by the Company since the date of its incorporation or is now payable as a commission by the Company for subscribing or agreeing to subscribe or procuring or agreeing to procure subscriptions for any shares in or obligations of the Company.

(w) The estimated amount of the preliminary expenses of the Company including incorporation expenses and legal, auditing, printing and other incidental expenses in connection with this issue is \$22,500.

(x) and (y) The Company proposes to purchase securities for investment purposes in accordance with the investment policy of the Company from time to time.

(z) No securities have been issued or agreed to be issued by the Company for other than cash.

(za) No obligations are offered by the Company.

(zb) Except as stated in paragraph (p) hereof, no services rendered or to be rendered to the Company are to be paid for wholly or partly out of the proceeds of the securities offered by this prospectus. No services have been or are to be paid for by securities of the Company. Reference is made, however, to the option referred to in paragraph (m) hereof.

(zc) No amount has been paid or is intended to be paid to any promoter as such.

(zd) The dates of and parties to and general nature of every material contract entered into by the Company since its incorporation, other than contracts entered into in the normal course of business, are as follows:

- (i) the agreement dated February 5, 1960 between the Company and Dominion Securities Corp'n. Limited referred to in paragraph (n) and (o) hereof;
- (ii) the agreement dated February 8, 1960 between the Company and Gordon F. MacDonnell referred to in paragraph (m) hereof; and
- (iii) an employment contract dated February 5, 1960 between the Company and Gordon F. MacDonnell, pursuant to which the latter has been employed for a term of three years from the date of such contract as President of the Company at an annual salary of \$10,000.

Copies of the foregoing documents may be inspected at the head office of the Company at 25 King Street West, Toronto, Canada, during usual business hours of any business day during the period of primary distribution to the public of the shares offered by this prospectus.

(ze) In the course of its normal business the Company may buy securities of companies of which Directors of the Company may be officers, directors or shareholders but otherwise no Director has any interest in the promotion of or in any property acquired or proposed to be acquired by the Company and no sum has been paid or agreed to be paid to any Director in cash or in shares or otherwise by any person, either to induce him to become, or to qualify him as a Director, or otherwise for services rendered by him, or by any firm of which he is a member (other than fees for legal services rendered by Messrs. McCarthy & McCarthy, solicitors for the Company, of which James W. Walker, Q.C., a Director of the Company, is a partner) in connection with the promotion or formation of the Company. Reference is hereby made to clauses (ii) and (iii) of paragraph (zd) hereof.

(zf) The Company will commence to carry on business as at the date hereof. The Company has not acquired nor does it propose to acquire any business.

(zg) The nine presently issued and outstanding shares of the Company are held by the nine directors of the Company and such persons for the time being are in a position to elect or cause to be elected a majority of the directors of the Company.

(zh) No dividends have been paid by the Company.

(zi) There are no other material facts not disclosed in the foregoing.

Dated: February 29, 1960.

(zj) The foregoing constitutes full, true and plain disclosure of all material facts in respect of the offering of securities referred to above as required by section 40 of The Securities Act (Ontario), by section 40 of The Securities Act (Saskatchewan), by section 13 of the Security Frauds Prevention Act (New Brunswick), by Part X of the Securities Act (1955) Alberta and under the Quebec Securities Act and there is no further material information applicable other than in the financial statements or reports where required or exigible.

Directors

(signed) Norman D'Arcy

(signed) J. N. Kiek

(signed) F. G. Charlesworth

(signed) Robert of Austria

(signed) Grièges

(signed) N. K. Kinkead-Weekes

(signed) G. F. MacDonnell

(signed) M. L. Urquhart

(signed) J. W. Walker

(zk) To the best of our knowledge, information and belief the foregoing constitutes full, true and plain disclosure of all material facts in respect of the offering of securities referred to above as required by section 40 of The Securities Act (Ontario), by section 40 of The Securities Act (Saskatchewan), by section 13 of the Security Frauds Prevention Act (New Brunswick), by Part X of the Securities Act (1955) Alberta and under the Quebec Securities Act and there is no further material information applicable other than in the financial statements or reports where required or exigible. In respect of matters which are not within our knowledge we have relied upon the accuracy and adequacy of the foregoing.

DOMINION SECURITIES CORPN. LIMITED

By: (signed) J. G. K. Strathy

The following are the names of every person having an interest, either directly or indirectly, to the extent of not less than 5% in the capital of Dominion Securities Corp. Limited: G. E. Phipps, G. P. Rutherford, H. N. Bawden, N. D. Young, J. G. K. Strathy, S. E. Nixon, D. H. Ward, J. R. Clarke, A. I. Matheson, C. E. Jolly.

New Issue

1,200,000 Shares

**Locana
Mineral Holdings Ltd.**

Prospectus

Price: \$1.00 per share

February 29, 1960

Printed in Canada

